



PUBLIC NOTICE

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Report No. SCL-00019

Thursday December 7, 2006

ACTIONS TAKEN UNDER CABLE LANDING LICENSE ACT

Section 1.767(a) Cable Landing Licenses, Modifications, and Assignments or Transfers of Control of Interests in Cable Landing Licenses (47 C.F.R. § 1.767(a))

By the Chief, Policy Division, International Bureau:

Pursuant to An Act Relating to the Landing and Operation of Submarine Cables in the United States, 47 U.S.C. §§ 34-39 (Cable Landing License Act), Executive Order No. 10530, Exec. Ord. No. 10530 reprinted as amended in 3 U.S.C. § 301, and section 1.767 of the Commission's rules, 47 C.F.R. § 1.767, the following applications ARE GRANTED. These grants of authority are taken under section 0.261 of the Commission's rules, 47 C.F.R. § 0.261. Petitions for reconsideration under section 1.106 or applications for review under section 1.115 of the Commission's rules, 47 C.F.R. §§ 1.106, 1.115, may be filed within 30 days of the date of this public notice.

This public notice serves as each cable landing licensee's Cable Landing License, or modification thereto, pursuant to the Cable Landing License Act and sections 1.767 and 1.768 of the Commission's rules. Cable landing licensees should review carefully the terms and conditions of their licenses. Failure to comply with these terms and conditions or relevant Commission rules and policies could result in fines or forfeitures.

The Commission most recently amended its rules applicable to submarine cable landing licenses in Review of Commission Consideration of Applications under the Cable Landing License Act, IB Docket No. 00-106, FCC 01-332, 16 FCC Rcd 22167 (2001), 67 Fed. Reg. 1615 (Jan. 14, 2002). An updated version of sections 1.767 and 1.768 of the rules is available at <http://www.fcc.gov/ib/pd/pf/telecomrules.html>. See also http://hraunfoss.fcc.gov/edocs_public/attachmatch/DA-02-598A1.pdf for a March 13, 2002 Public Notice; http://hraunfoss.fcc.gov/edocs_public/attachmatch/FCC-01-332A1.pdf for the December 14, 2001 Report and Order.

Transfer of Control

Grant of Authority

Date of Action: 12/06/2006

Current Licensee: Guam Cable Group, Inc.**FROM:** Startec Global Operating Company**TO:** Guam Telecom, LLC

Action Taken: Grant of authority to transfer control of Guam Cable Group, Inc. (GCG) from Startec Global Operating Company (Startec) to Guam Telecom LLC (GTL). GCG holds ownership interests in the China-U.S. cable (0.07882%), SCL-LIC-19980309-00005, the Guam-Philippines cable (1.0664%), SCL-AMD-19980902-00018 (Previous File No. SCL-98-004), and the TPC-5 cable (0.14293%), SCL-92-005, SCL-92-005(M).

Conditions and Requirements: See AT&T Corp. et al., China-U.S. Cable Landing License, File No. SCL-LIC-19980309-00005, 13 FCC Rcd 16232 (IB 1998) and File No. SCL-LPN-19981009-00021 (IB 1998); AT&T Corp. et al., Guam-Philippines Cable Landing License, File No. SCL-AMD-19980902-00018 (Previous File No. SCL-98-004), 14 FCC Rcd 1923 (IB 1998); AT&T et al., TPC-5 Cable Landing License, File No. SCL-92-005, 7 FCC Rcd 7674 (CCB 1992) (initial license) and SCL-92-005(M)-2, 11 FCC Rcd 12148 (IB/TD 1996) (adding Guam Cable Group Inc.'s predecessor-in-interest, PCI Communications, Inc. to the license).

Licensee shall comply with the requirements of Section 1.768 (notifications and prior approval for submarine cable landing licensees that are or propose to become affiliated with a foreign carrier), 47 C.F.R. § 1.768.

Licensee Information: GCG, a Delaware corporation headquartered in Hagåtña, Guam, provides long distance services to business and residential customers in Guam. GCG operates as a joint venture between Startec and EC Communications, LLC (ECC). Startec and ECC each own 50% of the outstanding common stock of, and share board and executive officer control of GCG.

GTL, a Delaware limited liability company headquartered in Dededo, Guam, provides domestic and long distance services to business and residential customers in Guam.

Pursuant to a Stock Purchase Agreement dated August 10, 2006, Startec will sell its 50 percent interest in GCG to GTL. (ECC's interest in GCG is not changing as part of this transaction.) The parties also executed a Management Services Agreement, pursuant to which GTL will assume complete management control of GCG upon completion of transaction.

Seaport Capital Partners II, LP (Seaport Capital) holds 89.9% indirect ownership interest in GTL through MCV Acquisition, LLC which holds a 100% ownership interest in MCV Guam Holding Corp. which holds 99.75% ownership interest in MCV Guam Investments, LLC, which is the 100% direct parent of GTL. The California Public Employees Retirement System which holds 13.7% ownership interest in Seaport Capital is the only interest holder in Seaport Capital with a derivative interest in GTL of 10 percent or greater. CEA Investment Partners II, LLC (CEA Investment Partners) is the sole general partner of Seaport Capital. The following entities hold 10 percent or greater interest in CEA Investment Partners: Seaport Associates, LLC (75%) (William Luby and James Collis managing members) and CEA Seaport Holdings, LLC (25%) (The J. Patrick Michaels Family Trust, J. Patrick Michaels, Jr. Trustee). All individuals and entities listed above are U.S. entities.

Regulatory Status of Cable: The China-U.S. and Guam-Philippines cables operate on a non-common carrier basis. See China-U.S. cable, File Nos. SCL-LIC-19980309-00005, 13 FCC Rcd 16232; Guam-Philippines cable, SCL-AMD-19980902-00018 (Previous File No. SCL-98-004), 14 FCC Rcd 1923. The TPC-5 cable operates on a common-carrier basis pursuant to ITC-214-19950613-00022 (Old File No. ITC-95-394). See TPC-5 cable, File No. SCL-LIC-92-005, 7 FCC Rcd 7674. See also ITC-T/C-20061107-00503 (transfer of control of ITC-214-19950613-00022, held by GCG, from Startec to GTL, granted Dec. 1, 2006, DA 06-2477).

Cable Design and Capacity: See China-US cable, SCL-LIC-19980309-00005, 13 FCC Rcd 16232, SCL-LPN-19981009-00021; Guam-Philippines cable, SCL-AMD-19980902-00018 (Previous File No. SCL-98-004), 14 FCC Rcd 1923; TPC-5 cable, File No. SCL-LIC-92-005, 7 FCC Rcd 7674.
